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DOC #:  
DATE FILED: 12/14/2018

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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GENE SAMIT and JOHN LANTZ, Individually	:	
and On Behalf of All Others Similarly Situated,	:	
	:	
Plaintiff,	:	Consolidated Action No. 1:18-cv-7796
	:	
vs.	:	
	:	
CBS CORPORATION et al.,	:	
	:	
Defendants.	:	
-----	X	

**STIPULATION AND (PROPOSED) ORDER REGARDING SUBSTITUTION OF  
COUNSEL**

IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel pursuant to Local Civil Rule 1.4 and subject to the Court's approval, that Lee S. Richards, Matthew M. Riccardi, and Andrew R. Podolin of the law firm RICHARDS KIBBE & ORBE LLP is hereby substituted in place of Mary Eaton, Alexander L. Cheney, and Zeh S. Ekono of the law firm WILLKIE FARR & GALLAGHER LLP as counsel of record for Defendant Charles K. Gifford in the above-captioned action. All notices required to be given and all papers filed or served in this action should henceforth be served upon counsel at the address set forth below for incoming counsel. A supporting declaration pursuant to Local Civil Rule 1.4 is filed herewith.

Dated: December 11, 2018

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By: [Signature]

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*Incoming Attorneys for  
Defendant Charles K. Gifford*

Consented to:

[Signature]  
Charles K. Gifford

Application GRANTED.

SO ORDERED:

SO ORDERED.

Valerie Caproni 12/13/2018

HON. VALERIE E. CAPRONI

HON. VALERIE CAPRONI  
UNITED STATES DISTRICT JUDGE